

WEIL, GOTSHAL & MANGES LLP
Richard W. Slack (*pro hac vice*)
(richard.slack@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

KELLER BENVENUTTI KIM LLP
Jane Kim (#298192)
(jkim@kbbkllp.com)
David A. Taylor (#247433)
(dtaylor@kbbkllp.com)
Thomas B. Rupp (#278041)
(trupp@kbbkllp.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: (415) 496-6723
Fax: (415) 636-9251

Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric
Company
☒ Affects both Debtors

** All papers shall be filed in the Lead
Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)
Chapter 11 (Lead Case) (Jointly Administered)

**DECLARATION OF RICHARD W. SLACK IN
SUPPORT OF REORGANIZED DEBTORS' MOTION
FOR ENTRY OF AN ORDER (I) APPROVING
SETTLEMENTS RESOLVING DISPUTES WITH
CERTAIN INSURERS, AND (II) GRANTING
RELATED RELIEF**

Date: October 27, 2022
Time: 11:00 am (Pacific Time)
Place: (Tele/Videoconference Only)
United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102
Judge: Hon. Dennis Montali

Pursuant to section 1746 of title 28 of the United States Code, I, Richard W. Slack hereby declare under penalty of perjury and state:

1. I am a member of Weil, Gotshal & Manges LLP, counsel for Pacific Gas and Electric Company (the “Utility”) and PG&E Corporation (“PG&E” and, together with the Utility, the “Debtors” or “Reorganized Debtors,” as applicable). I am admitted to this Court *pro hac vice* and respectfully submit this declaration in support of the Reorganized Debtors’ motion seeking approval of two settlement agreements with PG&E’s directors and officers liability insurers [Docket No. []] (the “9019 Motion”).

2. Attached as **Exhibit A** is a true and correct copy of the *Settlement and Release Agreement* between the Reorganized Debtors, PG&E’s insurance carriers that issued certain 2017 and 2018 directors and officers liability insurance policies, and certain individual former directors and officers of the Debtors.

3. Attached as **Exhibit B** is a true and correct copy of the *Settlement and Release Agreement* between the Reorganized Debtors, PG&E’s insurance carriers that issued certain 2017 directors and officers liability insurance policies, and certain individual former directors and officers of the Debtors.

4. Attached as **Exhibit C** is a true and correct copy of the Reorganized Debtors’ proposed order granting the relief sought in the 9019 Motion.

5. Attached as **Exhibit D** is a true and correct copy of the *Settlement and Release Agreement* between the Reorganized Debtors, the PG&E Fire Victim Trust, and certain individual former directors and officers of the Debtors in an action captioned *Trotter v. Williams, et al.*, Lead Case No. CGC-17-562591, (S.F. Super. Ct.) (the “D&O Action”).

Dated: September 29, 2022
New York, New York

/s/ Richard W. Slack
Richard W. Slack